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T.R.A. DOCKET ROOM

December 12, 2003

VIA HAND DELIVERYHon. Deborah Taylor Tate
Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505Re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and ICG Telecom Group, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.*Docket No. 03-00634

Dear Chairman Tate:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, ICG Telecom Group, Inc. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and fourteen copies of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated March 9, 2003. The Amendment provides for additional language to be added to Attachment 3, Network Interconnection, to allow provisioning of 6dB digital pad configuration.

Thank you for your attention to this matter.

Sincerely yours,

Guy M. Hicks

cc: Executive Vice President – Governmental & External Affairs, ICG Telecom Group, Inc.
General Counsel, ICG Telecom Group, Inc.

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and ICG Telecom Group, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. _____

PETITION FOR APPROVAL OF THE
AMENDMENT TO THE INTERCONNECTION AGREEMENT
NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.
AND ICG TELECOM GROUP, INC.
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996

COME NOW, ICG Telecom Group, Inc. ("ICG") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated March 9, 2003 (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, ICG and BellSouth state the following:

1. ICG and BellSouth have successfully negotiated an agreement for interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to ICG. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on May 12, 2003.

2. The parties have recently negotiated an Amendment to the Agreement which provides for additional language to be added to Attachment 3, Network Interconnection, to allow provisioning of 6dB digital pad configuration. A copy of the Amendment is attached hereto and incorporated herein by reference.

3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, ICG and BellSouth are submitting their Amendment to the TRA for its consideration and approval. The Amendment provides that either or both of the parties is authorized to submit this Amendment to the TRA for approval.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between BellSouth and ICG within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.

5. ICG and BellSouth aver that the Amendment is consistent with the standards for approval.

6. Pursuant to Section 252(i) of the Act, BellSouth shall make the Agreement available upon the same terms and conditions contained therein.

ICG and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 12 day of Dec, 2003.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

By: _____

Guy M. Hicks
333 Commerce Street, Suite 2101
Nashville, Tennessee 37201-3300
(615) 214-6301
Attorney for BellSouth

**AMENDMENT
TO THE
AGREEMENT BETWEEN
ICG TELECOM GROUP, INC.
AND
BELLSOUTH TELECOMMUNICATIONS, INC.
DATED MARCH 9, 2003**

Pursuant to this Amendment, (the "Amendment"), ICG Telecom Group, Inc., ("ICG"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated March 9, 2003, (the "Agreement").

WHEREAS, BellSouth and ICG entered into the Agreement on March 9, 2003,
and;

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. ICG and BellSouth agree to amend Attachment 3, Network Interconnection with the following additional language.
 - 5.2.1 At ICG's request, and where technically and economically feasible for new and existing trunks, BellSouth will engineer interconnection trunks between BellSouth and ICG to 6dB of digital pad configuration. For a request by ICG to convert any existing interconnection trunks to a 6dB of digital pad configuration, ICG will submit an NBR per Attachment 11, and will be responsible for any additional costs that BellSouth might incur to convert existing interconnection trunks between BellSouth and ICG to 6dB of digital pad configuration. ICG will waive any claims, damages, actions or causes of action that may result or result from the use of a 6dB of digital pad configuration for interconnection trunks between BellSouth and ICG. Further, ICG shall indemnify BellSouth in regards to all claims, damages, action or causes of action brought by any third party that may result or result from the use of a 6dB of digital pad configuration for interconnection trunks between BellSouth and ICG.
2. This Amendment shall be effective on the date of the last signature executing this Amendment.
3. All of the other provisions of the Agreement, dated March 9, 2003, shall remain in full force and effect.
4. Either or both of the Parties is authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

Signature Page

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

ICG Telecom Group, Inc.

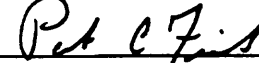
By: 

Name: Michael D. Kallet

Title: E.V.P. Operations/ CTO

Date: 10-20-03

BellSouth Telecommunications, Inc.

By: 

Name: Patrick C. Finlen

Title: Assistant Director

Date: 10/24/03

CERTIFICATE OF SERVICE

I, Guy M. Hicks, hereby certify that I have served a copy of the foregoing Petition for Approval of the Amendment to the Interconnection Agreement on the following via United States Mail on the ____ day of _____, 2003:

ICG Telecom Group, Inc.
Executive Vice President – Governmental
& External Affairs
161 Inverness Drive West
Englewood, Colorado 80112

ICG Telecom Group, Inc.
General Counsel
161 Inverness Drive West
Englewood, Colorado 80112

Guy M. Hicks